

**IN THE UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re: § Chapter 11
 §
 ATP Oil & Gas Corporation, §
 §
 Debtor. § Case No.: 12-_____

DEBTOR'S LIST OF 30 LARGEST UNSECURED CREDITORS

The following is a list of creditors holding the thirty (30) largest unsecured claims against ATP Oil & Gas Corporation ("ATP" or the "Debtor"). The list has been prepared from the unaudited books and records of the Debtor and reflects amounts from such records as of August 16, 2012. The list is prepared in accordance with FED. R. BANKR. P. 1007(d) for filing in this Chapter 11 case. The list does not include (1) "insiders", as defined in 11 U.S.C. § 101(31), or (2) secured creditors, unless the value of the collateral is such that the unsecured deficiency portion of the creditor's claim places the creditor among the holders of the 30 largest unsecured claims against the Debtor. The information provided in this list shall not be binding upon the Debtor and shall not constitute the Debtor's admission of liability. Each of the claims listed herein is subject to additional and customary offsets, rebates, discounts, reconciliations or credits, as appropriate.

ITEM	NAME, TELEPHONE & FAX NUMBER & COMPLETE MAILING ADDRESS INCLUDING ZIP CODE OF EMPLOYEE, AGENT, DEPARTMENT OF CREDITOR FAMILIAR WITH CLAIM	NATURE OF CLAIM (TRADE DEBT, BANK LOAN, GOVERNMENT CONTRACT, ETC.)	INDICATE IF CLAIM IS CONTINGENT, UNLIQUIDATED, DISPUTED OR SUBJECT TO SETOFF	AMOUNT OF CLAIM (IF SECURED, ALSO STATE VALUE OF SECURITY)
1.	Bluewater Industries, LP 5300 Memorial Drive, Suite 550 Houston, TX 77007	Trade Debt		¹ \$53,813,614
2.	Nabors Offshore Corporation P.O. Box 973531 Dallas, TX 75397	Trade Debt		\$15,425,820
3.	Schlumberger Technology Corporation P.O. Box 201193 Houston, TX 77216-1193	Trade Debt		\$11,993,843
4.	Greystar Corporation Dept. 132 P.O. Box 4346 Houston, TX 77210-4346	Trade Debt		\$4,883,568
5.	Seacor Marine, Inc. P.O. Box 8500-6315 Philadelphia, PA 19178-6315	Trade Debt		\$4,584,169

¹ The Debtor, as requested by Diane Livingstone, Assistant United States Trustee for the Southern District of Texas, has affixed an asterisk by entities that may assert materialmen and mechanics liens on property of the Debtor's estate in accordance with Tx Prop. Code

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6.	Hornbeck Offshore Services, LLC P.O. Box 54863 New Orleans, LA 70154-4863	Trade Debt		\$3,792,224
7.	Harvey Gulf International Marine, Inc. 701 Poydras St. Ste 3700 New Orleans, LA 70139	Trade Debt		\$2,885,134
8.	Bison Capital Corporation Attn: Jeffrey W. Gutchess, Esq. 111 Brickell Avenue; Miami, FL 33139	Lawsuit Judgment		\$2,766,527
9.	Bristow U.S. LLC Dept 890149 P.O. Box 120149 Dallas, TX 75312-0149	Trade Debt		\$2,742,359
10.	M-I Swaco, LLC P.O. Box 200132 Dallas, TX 75320-0132	Trade Debt		\$2,659,471
11.	Era Helicopters LLC Lock Box #3156 P.O. Box 8500-3156 Philadelphia, PA 19178-3156	Trade Debt		\$1,740,621
12.	Seamar Divers, Inc. P.O. Box 740976 Houston, TX 77274	Trade Debt		\$1,701,430
13.	C-Port/Stone LLC Dept. 211 P.O. Box 4869 Houston, TX 77210-4869	Trade Debt		\$1,469,053
14.	Omega Natchiq P.O. Box 203320 Dallas, TX 75320-3320	Trade Debt		\$1,270,235
15.	Warrior Energy Services Corp. Dept. 2114 P.O. Box 122114 Dallas, TX 75312-2114	Trade Debt		\$1,255,717
16.	Dril-Quip, Inc. P.O. Box 973669 Dallas, TX 75397-3669	Trade Debt		\$1,170,422
17.	Apache Corporation P. O. Box 840094 Dallas, TX 75284-0094	Contract		\$1,118,927
18.	Oceaneering International, Inc. C/O Citibank, N.A. P.O. Box 7247-8051	Trade Debt		\$1,065,711

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	Philadelphia, PA 19170-8051			
19.	Smith International, Inc. P.O. Box 200760 Dallas, TX 75320-0760	Trade Debt		\$1,012,059
20.	Frank's Casing Crew P.O. Box 51729 Lafayette, LA 70505-1729	Trade Debt		\$1,007,852
21.	Offshore Energy Services Inc. P.O. Box 53508 Lafayette, LA 70505	Trade Debt		\$949,898
22.	Quail Tools, L.L.P. P.O. Box 10739 New Iberia, LA 70562-0739	Trade Debt		\$940,672
23.	Martin Energy Services LLC Dept. 30616 P.O. Box 11407 Birmingham, AL 35246-3061	Trade Debt		\$925,823
24.	PricewaterhouseCoopers LLP P.O. Box 952282 Dallas, TX 75395-2282	Trade Debt		\$900,277
25.	Supreme Service & Specialty Co., Inc. 204 Industrial Ave. C Houma, LA 70363	Trade Debt		\$886,434
26.	Patton Boggs LLP Attn: Mr. Robert P. Thibault 1801 California Street Suite 4900 Denver, CO 80202	Trade Debt		\$831,100
27.	Superior Energy Services, L.L.C. Dept 2203 P.O. Box 122203 Dallas, TX 75312-2203	Trade Debt		\$819,895
28.	Gulf Coast Chemical, LLC 220 Jacqulyn Street Abbeville, LA 70510	Trade Debt		\$784,690
29.	Burnham c/o Edward Kovalik (KLR Group) 510 Madison 10th Floor New York, NY 10022	Contract		\$700,000
30.	Champion Technologies P.O. Box 2243 Houston, TX 77252-2243	Trade Debt		\$697,277

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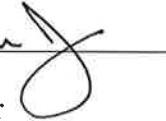
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**DECLARATION CONCERNING THE LIST OF
30 LARGEST UNSECURED CREDITORS**

I, Albert L. Reese, Jr., Chief Financial Officer of ATP Oil & Gas Corporation, declare under penalty of perjury that I have read the foregoing "List of 30 Largest Unsecured Creditors" and that it is true and correct to the best of my information and belief.

DATED: August 17, 2012

ATP OIL & GAS CORPORATION

By: Albert L. Reese 
Name: Albert L. Reese, Jr.
Title: Chief Financial Officer